**APPENDIX D**

**“Associated Firms” and “Umbrella Firms”**

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| Name of Firm: | Goodmans LLP (“The Firm”) |

1. The Named Insured under the CLLAS policies prior to January 1, 2001 was Goodman Phillips & Vineberg, formerly Goodman & Goodman, a partnership constituted under the laws of Ontario.
2. The Firm had changed its name from Goodman & Goodman to Goodman Phillips & Vineberg effective March 6, 1995 and practised under that name from its office in Toronto until January 1, 2001.
3. Phillips & Vineberg of Montreal also practised under the name of Goodman Phillips & Vineberg for the same period.
4. These two firms had entered into an arrangement with Freeman & Company of Vancouver in 1989 and formed an international partnership and national affiliation known as Goodman Freeman Phillips & Vineberg. In 1993, Freeman & Company dissolved and the partnership continued to operate under the name of Goodman Phillips & Vineberg.
5. Goodman Phillips & Vineberg (Ontario) and Goodman Phillips & Vineberg (Montreal) maintained offices in Vancouver, New York, Paris, Singapore, Hong Kong and Beijing. Vancouver and Hong Kong each have local partners. Exposures not covered by the Associated Firm Endorsement for Goodman Phillips & Vineberg (Ontario) were covered by the policies arranged for Goodman Phillips & Vineberg (Montreal), e.g. the New York office.
6. Effective January 1, 2001, the Named Insured was amended to Goodmans LLP, a partnership constituted under the laws of Ontario with (i) Goodmans, a partnership constituted under the laws of British Columbia, and (ii) Goodmans, a partnership registered under the laws of Hong Kong and their predecessor firms being added as Additional Named Insureds.
7. Effective January 1, 2001, Fong & Ng (former associated firm of the international partnership in Hong Kong) is being recognized as an associated firm of the umbrella firm Goodmans, a partnership registered under the laws of Hong Kong.
8. On February 1, 2001, Goodman Phillips & Vineberg in Montreal merged with Davies, Ward & Beck and operates under the name of Davies Ward Phillips & Vineberg LLP. The international partnership dissolved on the same day.
9. On May 10, 2001, Goodman Phillips & Vineberg LLP, upon receipt of permission from the Law Society of Hong Kong, changed its name to Goodmans LLP.
10. On December 31, 2005, Goodmans’ Hong Kong office was closed.
11. The Firm currently has an office in Toronto. All the lawyers in the Vancouver office joined MacPherson Leslie & Tyerman LLP on January 1, 2015 and that office closed on the same date.
12. There is an endorsement on the policy in respect of: a) the previous international partnerships and national affiliations; and b) Goodmans, a partnership registered under the laws of Hong Kong, to cover possible claims relating to the period during which they were in operation.