

7. Certificate Warranties and Representations

7.1. EV Certificate Warranties

When the CA issues an EV Certificate, the CA and its Root CA represent and warrant to the Certificate Beneficiaries listed in Section 7.1.1 of the Baseline Requirements, during the period when the EV Certificate is Valid, that the CA has followed the requirements of these Guidelines and its EV Policies in issuing and managing the EV Certificate and in verifying the accuracy of the information contained in the EV Certificate. The EV Certificate Warranties specifically include, but are not limited to, the following:

- (A) **Legal Existence:** The CA has confirmed with the Incorporating or Registration Agency in the Subject's Jurisdiction of Incorporation or Registration that, as of the date the EV Certificate was issued, the Subject named in the EV Certificate legally exists as a valid organization or entity in the Jurisdiction of Incorporation or Registration;
- (B) **Identity:** The CA has confirmed that, as of the date the EV Certificate was issued, the legal name of the Subject named in the EV Certificate matches the name on the official government records of the Incorporating or Registration Agency in the Subject's Jurisdiction of Incorporation or Registration, and if an assumed name is also included, that the assumed name is properly registered by the Subject in the jurisdiction of its Place of Business;
- (C) **Right to Use Domain Name:** The CA has taken all steps reasonably necessary to verify that, as of the date the EV Certificate was issued, the Subject named in the EV Certificate has the right to use all the Domain Name(s) listed in the EV Certificate;
- (D) **Authorization for EV Certificate:** The CA has taken all steps reasonably necessary to verify that the Subject named in the EV Certificate has authorized the issuance of the EV Certificate;
- (E) **Accuracy of Information:** The CA has taken all steps reasonably necessary to verify that all of the other information in the EV Certificate is accurate, as of the date the EV Certificate was issued;
- (F) **Subscriber Agreement:** The Subject named in the EV Certificate has entered into a legally valid and enforceable Subscriber Agreement with the CA that satisfies the requirements of these Guidelines or, if they are affiliated, the Applicant Representative has acknowledged and accepted the Terms of Use;
- (G) **Status:** The CA will follow the requirements of these Guidelines and maintain a 24 x 7 online-accessible Repository with current information regarding the status of the EV Certificate as Valid or revoked; and
- (H) **Revocation:** The CA will follow the requirements of these Guidelines and revoke the EV Certificate for any of the revocation reasons specified in these Guidelines.

7.2. By the Applicant

EV Certificate Applicants make the commitments and warranties set forth in Section 10.3.2 of the Baseline Requirements for the benefit of the CA and Certificate Beneficiaries.

8. Community and Applicability

8.1. Issuance of EV Certificates

The CA MAY issue EV Certificates, provided that the CA and its Root CA satisfy the requirements in these Guidelines and the Baseline Requirements.

If a court or government body with jurisdiction over the activities covered by these Guidelines determines that the performance of any mandatory requirement is illegal or would conflict with local law, then such requirement is considered reformed to the minimum extent necessary to make the requirement valid and legal. This applies only to operations, ~~or~~ certificate issuances, or insurance requirements that are subject to the laws of that jurisdiction. The parties involved SHALL notify the CA / Browser Forum of the facts, circumstances, and law(s) involved, so that the CA/Browser Forum may revise these Guidelines accordingly.

8.2. EV Policies

8.2.1. Implementation

Each CA MUST develop, implement, enforce, display prominently on its Web site, and periodically update as necessary its own auditable EV Certificate practices, policies and procedures, such as a Certification Practice Statement (CPS) and Certificate Policy (CP) that:

- (A) Implement the requirements of these Guidelines as they are revised from time-to-time;
- (B) Implement the requirements of (i) the then-current WebTrust Program for CAs, and (ii) the then-current WebTrust EV Program or ETSI TS 102 042; and
- (C) Specify the CA's and its Root CA's entire root certificate hierarchy including all roots that its EV Certificates depend on for proof of those EV Certificates' authenticity.

8.2.2. Disclosure

Each CA MUST publicly disclose their EV Policies through an appropriate and readily accessible online means that is available on a 24x7 basis. The CA is also REQUIRED to publicly disclose its CA business practices as required by both WebTrust for CAs and ETSI TS 102 042. The disclosures MUST be structured in accordance with either RFC 2527 or RFC 3647.

8.3. Commitment to Comply with Recommendations

Each CA SHALL publicly give effect to these Guidelines and represent that they will adhere to the latest published version by incorporating them into their respective EV Policies, using a clause such as the following (which must include a link to the official version of these Guidelines):

[Name of CA] conforms to the current version of the CA/Browser Forum Guidelines for Issuance and Management of Extended Validation Certificates published at <http://www.cabforum.org>. In the event of any inconsistency between this document and those Guidelines, those Guidelines take precedence over this document.

In addition, the CA MUST include (directly or by reference) the applicable requirements of these Guidelines in all contracts with Subordinate CAs, RAs, Enterprise RAs, and subcontractors that involve or relate to the issuance or maintenance of EV Certificates. The CA MUST enforce compliance with such terms.

8.4. Insurance

Prior to 1 October 2015, eEach CA SHALL maintain the following insurance related to ~~their~~its respective performance and obligations under these Guidelines:

- (A) (1) Casualty insurance sufficient to cover damage or loss to CA systems due to fire, water, electrical failure, or natural disaster, or (2) Commercial General Liability insurance (occurrence form) with policy limits of at least two million US dollars in coverage; and
- (B) (1) non-contractual liability coverage of at least two million Euros (€2,000,000 per claim and in the aggregate) for financial loss to third parties arising out of a negligent act, error, or omission by the CA in issuing or maintaining EV certificates, or (2) Professional Liability/Errors and Omissions insurance, with policy limits of at least five million US dollars in coverage, and including coverage for (i) claims for damages arising out of an act, error, or omission, unintentional breach of contract, or neglect in issuing or maintaining EV Certificates, and (ii) claims for damages arising out of infringement of the proprietary rights of any third party (excluding copyright, and trademark infringement), and invasion of privacy and advertising injury.

Effective as of 1 October 2015, each CA SHALL maintain the insurance specified in sections (A)(1) and (B)(1) above.

The insurance specified in subsection (B) SHOULD BE global in territorial coverage, except for countries sanctioned by the laws of the CA's jurisdiction

Such insurance MUST NOT exclude coverage when providing public key infrastructure services and MUST be:

(i) maintained for all periods during which an EV Certificate issued by the CA is still valid (and if coverage is canceled or not renewed, the CA shall purchase an extended reporting period for such periods);

(ii) global in territorial coverage, except for countries sanctioned by the laws of the CA's jurisdiction; and

(iii) with a company rated ~~good or better no less than A~~ as to Policy Holder's Rating in the current edition of by Standard & Poor's, A.M. Best's Insurance Guide Fitch, Moody's, DBRS, Japan Credit Rating Agency, Creditreform, Scope Ratings, (or another similarly recognized insurance rating agency with an association of companies each of the members of which are so rated).

If available at reasonable cost, a CA SHOULD maintain coverage for damage or loss to data, software, systems, and for business interruption due to IT security failure, malware, network attack, criminal hacker, or theft.

A CA MAY self-insure for liabilities that arise from such party's performance and obligations under these Guidelines provided that it has at least five hundred million US dollars in liquid assets based on audited financial statements in the past twelve months, and a quick ratio (ratio of liquid assets to current liabilities) of not less than 1.0.

8.5. Obtaining EV Certificates

8.5.1. General

The CA MAY only issue EV Certificates to Applicants that meet the Private Organization, Government Entity, Business Entity and Non-Commercial Entity requirements specified below.

8.5.2. Private Organization Subjects

An Applicant qualifies as a Private Organization if:

- (1) The entity's legal existence is created or recognized by a by a filing with (or an act of) the Incorporating or Registration Agency in its Jurisdiction of Incorporation or Registration (e.g., by issuance of a certificate of incorporation, registration number, etc.) or created or recognized by a Government Agency (e.g. under a charter, treaty, convention, or equivalent recognition instrument);
- (2) The entity designated with the Incorporating or Registration Agency a Registered Agent, a Registered Office (as required under the laws of the Jurisdiction of Incorporation or Registration), or an equivalent facility;
- (3) The entity is not designated on the records of the Incorporating or Registration Agency by labels such as "inactive," "invalid," "not current," or the equivalent;
- (4) The entity has a verifiable physical existence and business presence;
- (5) The entity's Jurisdiction of Incorporation, Registration, Charter, or License, and/or its Place of Business is not in any country where the CA is prohibited from doing business or issuing a certificate by the laws of the CA's jurisdiction; and
- (6) The entity is not listed on any government denial list or prohibited list (e.g., trade embargo) under the laws of the CA's jurisdiction.

8.5.3. Government Entity Subjects

An Applicant qualifies as a Government Entity if:

- (1) The entity's legal existence was established by the political subdivision in which the entity operates;
- (2) The entity is not in any country where the CA is prohibited from doing business or issuing a certificate by the laws of the CA's jurisdiction; and
- (3) The entity is not listed on any government denial list or prohibited list (e.g., trade embargo) under the laws of the CA's jurisdiction.