



**D&O INSURANCE
FOR IPOs IN APAC**

RISK INSIGHT SERIES

OCTOBER 2026

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AI Disclosure: This article was created with the assistance of AI tools for research and drafting. It was reviewed, edited, and fact-checked by our human editorial team before publication.

Introduction

The APAC IPO market is in the middle of its strongest cycle in years. Hong Kong raised HK\$209.9 billion across 85 new listings in the first half of 2026, a 92 percent increase in funds raised and a 102 percent increase in listings compared to the same period in 2025.¹ The pipeline on the Hong Kong Stock Exchange alone exceeds 500 active applicants when confidential filings are included.¹⁴ Asia-Pacific IPO proceeds across 2025 reached USD 90 billion, up 73 percent year on year, with Hong Kong and India accounting for over half of regional activity.³

For the directors of the companies going public in that cycle, the market context has specific implications. Listing changes the shape of personal liability. It changes the counterparties who can bring claims. It changes the sides of the D&O tower that matter most. And it changes the tail of exposure that remains after the directors leave office.

The D&O policy a private company carries is rarely fit for purpose at listing. It was written for a different risk profile, a different set of claimants, and a different exposure horizon. Rebuilding the tower is not a renewal exercise. It is a placement exercise. It needs to happen alongside the IPO working group rather than after the listing bell has rung.

This report maps the D&O picture for companies going public in APAC. It sets out the new liability directors take on at listing, including the civil and criminal exposure that attaches to prospectus statements under Hong Kong's Companies (Winding Up and Miscellaneous Provisions) Ordinance.⁴ It explains the three-sided structure of a listed company tower and where Side A sits in the risk picture. It examines the first twelve months post-listing, when the claim pattern is most concentrated. And it addresses the tail cover question that defines director protection for years after the listing itself.

The through-line is straightforward. Going public is a director event, not just a company event. The policy has to catch up before the bell rings.



Background

How the D&O Picture Changes at Listing

The APAC IPO market in 2026 has produced a volume of new director liability that has not been seen in years. A+H listings (mainland companies also listing in Hong Kong) and specialist technology companies drove more than 70 percent of 1H 2026 funds raised.¹ Southeast Asian markets have rebounded in parallel, with Singapore leading the region on proceeds, driven by REIT listings.¹³ The volume alone matters because every new listing produces a new set of directors who have taken on a different liability picture overnight.

Three Features of the Current Cycle

Three features of the current cycle shape the D&O conversation for issuers across the region.

The first is the pace of listings. The 1H 2026 Hong Kong figure was the strongest first half in five years.¹ For issuers in the pipeline, the preparation window from pre-filing to listing has in some cases been shortened, which compresses the time available to rebuild the D&O programme to listed company standard.

The second is the regulatory posture. The Hong Kong Securities and Futures Commission has sharpened its focus on IPO fraud, corporate governance, false or misleading financial statements, and failures to manage conflicts of interest at listed companies.⁸ Enforcement activity has moved from reactive to pre-emptive in several categories, which raises the probability that directors of newly listed companies face regulatory scrutiny well before the first annual report cycle completes.¹⁷

The third is the shift in market composition. Specialist technology listings under HKEX's Chapter 18C and A+H dual listings behave differently from traditional listings in terms of investor base, trading pattern, and claim profile.¹² The D&O programme sitting behind each listing needs to reflect those differences rather than default to a general listed company template.

The Private Company D&O Starting Point

Most companies approaching an IPO carry D&O cover placed for private company exposure. The policy responds to employment disputes, breach of fiduciary duty allegations, and the usual range of commercial disputes. What it was not written for is securities liability, prospectus liability, or the shareholder actions that become possible when the company's shares are publicly tradable. The wording, limits, and attachment points all need to be reconsidered.⁹

The Insurance Market Response

The APAC D&O market has adapted to the IPO cycle through 2025 and 2026. Capacity remains available for well-run issuers.⁸ What varies materially is the quality of coverage: Side A limits, DIC provisions, pre-IPO tail arrangements, and specific wording extensions that respond to Hong Kong and Singapore prospectus liability.

Five specific D&O questions arise for every APAC issuer approaching listing. The rest of this report works through them in turn.



The Director's New Exposure at Listing

What Listing Actually Changes About Personal Liability

Going public creates personal exposure for directors that did not exist as a private company. The exposure arises from three distinct sources: statutory prospectus liability under local companies legislation, continuing disclosure obligations under the exchange's listing rules, and the broader civil liability for securities claims brought by shareholders.¹¹

Hong Kong Prospectus Liability: Section 40

Under Hong Kong's Companies (Winding Up and Miscellaneous Provisions) Ordinance, Section 40 imposes civil liability on every person who was a director of the company at the time the prospectus was issued, every person who agreed to be named as a director, every promoter of the company, and every person who authorised the issue of the prospectus. The liability is to compensate investors who subscribed for shares or debentures in reliance on an untrue statement in the prospectus.⁴

The claim is limited to primary market subscribers. Secondary market purchasers who buy shares in the market and suffer loss from an untrue prospectus statement are not currently entitled to compensation under Section 40.⁴ Section 40 also applies to overseas companies through Section 342E, which brings issuers listed in Hong Kong but incorporated elsewhere into scope.⁵

The defences available under Section 40(2) include showing that the director withdrew consent before the prospectus was issued and the prospectus went out without authority, or that the prospectus was issued without the director's knowledge or consent. These defences require specific documentation and in

practice have narrow application for directors who have signed off on the prospectus.⁴

The Criminal Dimension: Section 40A

Section 40A extends the exposure to criminal liability. Where a prospectus includes an untrue statement, any person who has authorised the prospectus is liable to a fine of up to HK\$700,000 and three years' imprisonment on indictment, or a fine of up to HK\$150,000 and 12 months on summary conviction.⁴ The defence is that the statement was immaterial or that the person had reasonable grounds to believe, and did believe, that the statement was true. For directors who approved the prospectus, this is a meaningful personal exposure that sits outside the civil claim universe.

The Securities and Futures Commission has taken the position that IPO sponsors fall within the category of persons who authorise the issue of a prospectus, which brings them inside Section 40 and 40A exposure alongside the directors.⁶ For a listed company's D&O tower, this means the sponsor's own exposure, and the sponsor's professional indemnity response, interact with the issuer's own cover.

Continuing Disclosure and Securities Claims

Prospectus liability is the entry point. Continuing disclosure obligations under the HKEX Listing Rules extend the exposure throughout the company's listed life. Directors are personally responsible for public disclosure statements, financial reporting, and forward-looking guidance made to the market after listing.

Shareholder actions, including class actions where available, add a further category of claim. In Hong Kong, class action mechanisms are less developed than in the United States, but shareholder litigation is a growing feature of the market and has reached directors in a number of recent high-profile cases.¹²

Singapore and Regional Dimensions

Singapore's prospectus liability regime operates under the Securities and Futures Act and the Companies Act, with civil and criminal exposure that broadly parallels the Hong Kong structure but with its own technical requirements.⁷ For issuers listing in both Hong Kong and Singapore, or operating across both regulatory regimes, the D&O tower needs to respond to the specific statutory frameworks in each jurisdiction. Generic listed company wordings often do not do that cleanly.

The Non-Executive Director Position

Non-executive and independent directors face a particular version of the prospectus liability picture. Their statutory exposure under Section 40 and 40A is identical to that of executive directors, but their practical defence position is often weaker. Independents typically have less day-to-day knowledge of the company's operations, less access to the management information behind prospectus statements, and less time to interrogate the content before approval. For non-executives joining a board specifically to prepare for an IPO, the diligence process on both the prospectus and the D&O cover matters directly.

Hong Kong Statutory Prospectus Exposure

Section 40 – Civil

- Compensation to primary market subscribers
- Applies to directors, named directors, promoters, and anyone who authorised the issue
- Overseas companies brought in via Section 342E

Section 40A – Criminal

- Fines up to HK\$700,000 and 3 years' imprisonment on indictment
- Fines up to HK\$150,000 and 12 months' imprisonment on summary conviction
- Defence: statement was immaterial or reasonable grounds to believe it was true

“Prospectus liability is the entry point. The exposure continues throughout the company's listed life.”



Side A, Side B, Side C and the Tower Structure

How a Listed Company D&O Tower Actually Works

A listed company D&O policy is built around three sides, each answering a different question about who the policy pays and when. Understanding the structure is how the board, the CFO, and the independent directors read whether they are actually protected.¹⁰

Side A: The Director's Personal Protection

Side A responds when the company cannot indemnify the director. The scenarios where that happens are specific: the company is insolvent and cannot pay, the company is legally barred from indemnifying under the relevant companies legislation, or there is a conflict of interest that prevents indemnification (for example, where the company is a co-defendant with the director in a derivative action).¹⁰

For independent directors and non-executive directors, Side A is the layer that matters most. Independents have the least control over the indemnification decision when a claim hits. They cannot force the company to indemnify them. Side A sits above that risk and pays the director directly.⁹

Side B: The Company Reimbursement Layer

Side B reimburses the company for indemnification it has already paid to directors. It is usually the layer most exposed in ordinary claims, because the first-dollar response in most director claims is for the company to indemnify (defence costs, settlements) and then recover from the Side B insurer.¹⁰

For CFOs sizing the retention, Side B economics matter directly.

The retention sits on the company's balance sheet, not the insurer's, and in a sustained claim period that retention is working capital the business has to fund.

Side C: Entity Cover for Securities Claims

Side C provides entity-level cover. For listed companies, Side C is typically limited to securities claims rather than extending to all entity exposure. The limitation is deliberate: it keeps the entity cover focused on the exposure most tied to the company's listed status rather than general commercial litigation.¹⁰

The interaction between Side C and Side B matters at claim. A securities class action against the company and its directors can trigger both sides simultaneously, and the policy wording governs how the available limits are allocated between the entity and the individual directors.



Side A DIC: The Catch-All Above the Tower

Side A DIC (difference in conditions) sits above the main tower and responds in two scenarios. It drops down when primary and excess layers fail or refuse coverage. And it fills gaps where the underlying tower has exclusions that would leave a director uncovered.⁹

For issuers with concentrated independent director exposure, Side A DIC is often placed as a dedicated layer specifically to protect the independents. It reflects an acknowledgment that the independents did not control the underlying placement and should not bear the risk of a coverage dispute between the primary insurer and the company.¹⁰

Tower Structure Decisions

The tower structure decisions at IPO include layer size, primary insurer selection, excess insurer selection, the balance between Side A and Side B/C limits, and the specific Side A DIC placement. Each decision has implications for how the tower responds in a real claim, and the trade-offs are not uniform across issuers.

The CFO's and GC's view of the tower is usually driven by the Side B/C question (how much working capital exposure is the company carrying). The independent directors' view is usually driven by the Side A question. A well-structured tower reconciles both views before placement rather than during a claim.

The Three Sides at a Glance

Side A – Director Protection

Responds when the company cannot indemnify.

Triggered by insolvency, legal bar, or conflict of interest.

Matters most for independent directors.

Side B – Company Reimbursement

Reimburses the company for indemnification it has already paid.

Usually the layer most exposed in ordinary claims.

Side C – Entity Securities Cover

Entity-level cover, typically limited to securities claims for listed companies.

Shared with directors in combined claims.

Side A DIC

Sits above the main tower. Drops down when primary layers fail or refuse cover.

Often placed as a dedicated layer specifically for the independents.





The First Twelve Months Post-Listing

Where the Claim Pattern Is Most Concentrated

IPO securities claims rarely land on listing day. They land in the twelve months that follow, and there is a recognisable pattern to when they show up. Boards that understand the pattern can size retention and limits to the year they are actually most exposed.

The Lockup Expiry Trigger

The highest-risk window for a securities class action is typically between lockup expiry and the second full earnings cycle. Lockup expiry releases pre-IPO shareholders to sell, which produces a wave of trading activity, scrutiny, and often a stock price decline. If that decline aligns with any disappointment in the first post-IPO earnings cycle (missed guidance, revised accounting estimates, undisclosed operational issues), the conditions for a claim have formed.

The claim trigger is almost always a stock price decline tied to a disclosed disappointment. The complaint typically alleges that statements in the prospectus or in subsequent public disclosures misrepresented the issue that eventually produced the decline. Whether the claim has merit is a separate question from whether it is filed; the filing itself creates immediate defence cost exposure.

The First Earnings Miss

The first earnings miss after listing is a recurring trigger. The prospectus made representations about the business model, the market opportunity, and the near-term outlook. The first earnings cycle tests those representations against reality. Where the reality is materially worse, the gap becomes the basis for a claim.

Boards approaching the first earnings cycle after listing should treat the guidance process as a direct D&O risk management exercise. Conservative guidance that leaves room for upside produces less exposure than aggressive guidance that invites a disappointment. Disclosure calibration in the first year matters more for D&O exposure than it does for ongoing valuation.

Analyst Downgrades and Notification Timing

Analyst downgrades and quiet stock price declines often precede a claim by weeks. The sequence tends to be: downgrade, decline, press coverage, class action complaint. The window to brief D&O insurers on a potential circumstance is often open before a formal claim is filed, and using that window matters for notification compliance under the policy.

Retention and Review Cycles

Retention selection is a board-level decision because the retention is the company's working capital in a claim scenario, not the insurer's. The disciplined approach is to size the retention against a realistic year-one claim scenario rather than against premium optimisation alone. Ongoing D&O placement should be reviewed at the six and twelve month marks, not just at the annual renewal.



IPO Tail Cover and Historic Pre-IPO Acts

What Happens to the Exposure Directors Created Before Listing

The IPO D&O tower protects the directors while they are in office and the policy is live. What happens to the exposure they created before the listing is a separate question, and it is what pre-IPO tail cover is for. Boards that understand what tail cover does rarely leave it off the placement. Boards that do not understand it routinely defer it, and the deferral is almost impossible to reverse once a trigger has passed.

What Pre-IPO Tail Cover Does

Pre-IPO tail cover extends the reporting period on the private company D&O policy, keeping cover live for claims arising from historic acts committed before listing. Without a tail, claims for pre-IPO conduct made after the policy expires may fall outside cover entirely, leaving the former directors personally exposed for conduct they engaged in while the company was private.

The exposure window is long. Statutes of limitation for securities and corporate claims can extend six years or more in Hong Kong and Singapore, and the facts underlying a pre-IPO decision can produce a claim at any point in that window. Tail cover of three to six years is common, with longer periods available for specific exposures.

Why Departing Directors Have a Personal Interest

Departing directors, particularly those retiring at or shortly after the IPO, have a direct personal interest in tail cover being placed. Their liability for pre-IPO acts does not end when they leave the board. Their protection does, unless the tail is in place.

For independent directors who served on the board of a company through its private-company years and are stepping off at listing, this is often the single most consequential insurance decision the IPO working group makes. A missing tail at the moment of departure can expose a former director personally for years of historic decisions.

Change of Control and Runoff

A change of control, a delisting, or a subsequent M&A event will typically trigger a runoff on the existing D&O tower. Runoff keeps the policy in force for claims arising from pre-change-of-control conduct but ceases new exposure accrual. The mechanics are usually straightforward, but the timing is important: runoff pricing is negotiated at the point of the trigger, not before.

Why Tail Cover Cannot Be Added Later

The cost and availability of tail cover is set at the time it is purchased. Once the underlying policy has expired without the tail having been placed, the opportunity closes. Insurers will not typically agree to backdated tail cover, and even where they will, the terms are materially worse than if the tail had been included in the original placement.

A defensible IPO programme includes the tail as part of the placement conversation at the outset, not as an afterthought at renewal.¹¹ Boards that treat the tail as optional at placement commonly find they cannot add it later when the exposure becomes visible.



Building the Tower Alongside the IPO Working Group

What Coordination with the Deal Team Actually Requires

The IPO D&O tower is best built in parallel with the broader IPO working group, not after it. By the time the prospectus is final and the bookbuild is underway, many of the decisions that shape the D&O placement (board composition, independent director recruitment, management incentive design, pre-IPO acts to flag) have already been made. The D&O conversation needs to be present when those decisions are being taken.

Who Needs to Be at the Table

A defensible IPO D&O placement typically involves five parties: the CFO (sizing retention and limits), the GC (reviewing wording against statutory exposure), the Chair or Lead Independent Director (focusing on Side A and the independent director position), the IPO sponsor (coordinating on prospectus liability and sponsor insurance interactions), and the broker or placement advisor coordinating the tower.⁹

Where any of these parties is absent from the conversation, specific gaps tend to appear. CFO absence produces retention mis-sizing. GC absence produces wording that does not respond to local statutory liability. Independent director absence produces inadequate Side A. Sponsor absence produces alignment gaps between the issuer's cover and the sponsor's PI. Broker absence produces an unstructured market approach that often costs more and delivers less.

The Placement Timeline

The disciplined IPO D&O placement runs on a parallel track to the broader IPO timeline. The initial scoping typically happens 90 to 120 days before expected listing, with market approach 60 to 90 days out, and placement finalised 30 to 45

days before listing. The timeline reflects the need for insurers to review the prospectus and the sponsor letter, which are rarely final until relatively late in the process.

Compressed timelines produce compromised placements. Where the D&O conversation only begins after the prospectus is substantially final, the market has less time to evaluate the risk, less room to negotiate wording improvements, and less capacity available for the issuer. Issuers in the current cycle have in several cases experienced this compression, with resulting cover that is less fit for purpose than the market would otherwise have supported.¹

The Continuum View

The right answer for an APAC issuer approaching listing is a D&O tower built around the specific features of that issuer's listing: the exchange, the sector, the board composition, the pre-IPO history, and the regulatory exposure the company will carry as a listed entity. Generic listed company placements rarely produce the right result.¹⁶ Continuum's practice is to sit alongside the IPO working group through the placement period, reviewing wording against the specific statutory exposure the directors face, structuring the tower to balance the CFO's retention view with the independent directors' Side A view, and ensuring the pre-IPO tail is in place before the listing bell rings.

Summary

Going public is a director event. The policy has to catch up before the bell rings.

The APAC IPO market in 2026 has produced an unusual volume of new director liability. Hong Kong's 1H performance was the strongest in five years, raising HK\$209.9 billion across 85 new listings, with a pipeline of over 500 active applicants.¹⁴ Each listing takes a group of directors from a private company exposure profile to a listed company one, and the D&O policy that worked for the first rarely responds adequately to the second.

The exposure directors take on at listing is statutory, contractual, and civil at once. Under Hong Kong's Companies (Winding Up and Miscellaneous Provisions) Ordinance, Section 40 imposes civil compensation liability for untrue prospectus statements, and Section 40A imposes criminal liability with fines up to HK\$700,000 and imprisonment up to three years.⁴ Continuing disclosure obligations extend the exposure throughout the company's listed life. Shareholder actions and regulatory investigations add further categories of claim.

The listed company D&O tower is built around three sides. Side A protects directors when the company cannot indemnify them, which is the layer that matters most for independent directors. Side B reimburses the company for indemnification it has paid, and is where the CFO's working capital exposure sits. Side C provides entity cover for securities claims. Side A DIC sits above the main tower and drops down when primary layers fail.¹⁰ Each side answers a different question, and most private company policies do not include all three sides at the limits a listed company requires.

The first twelve months post-listing is where claim risk concentrates. The highest-risk window is between lockup expiry and the second earnings cycle, triggered typically by a stock price decline tied to a disclosed disappointment. Retention sizing, guidance discipline, and the six and twelve month programme reviews all matter directly for the exposure the company carries through year one.

Pre-IPO tail cover is the piece of the placement that is easiest to defer and hardest to add back. Historic pre-IPO acts remain claimable for years after listing. Departing directors carry personal exposure into retirement. A change of control triggers runoff. The cost of the tail is set at purchase and cannot be renegotiated once the trigger has passed.¹¹

For issuers approaching listing, the immediate action is to bring the D&O conversation into the IPO working group early, before the prospectus is final. The placement needs to involve the CFO, the GC, the independent directors, the sponsor, and a broker who understands both the statutory exposure and the market. Compressed timelines produce compromised cover.

For insurers, the APAC IPO cycle is a significant underwriting opportunity. Those that structure Side A DIC thoughtfully and respond to local prospectus liability will write differentiated business. Those that renew generic listed company wordings will produce covers that fail at claim.

Listing is the ribbon-cutting. The tower is what protects the directors through year one and the pre-IPO exposure that remains for years after.

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