

[English Translation]

March 8, 2013

Company Name: NKSJ Holdings, Inc.
Representative: Kengo Sakurada, President
Stock Code Number: 8630 TSE, OSE

Company Name: SOMPO JAPAN INSURANCE INC.
Representative: Kengo Sakurada, President

Company Name: NIPPONKOA Insurance Co., Ltd.
Representative: Masaya Futamiya, President

**Notice Regarding Date for Merger of Sompo Japan and Nipponkoa
and Start of Pre-merger Integrated Management (Effective Merger)**

NKSJ Holdings, Inc. (hereinafter, “NKSJ Holdings”), as well as SOMPO JAPAN INSURANCE INC. (hereinafter, “Sompo Japan”) and NIPPONKOA Insurance Co., Ltd. (hereinafter, “Nipponkoa”) today announced that they have set a merger date of September 1, 2014. In a press release dated March 23, 2012 titled “Basic Agreement Reached on Full Merger of Sompo Japan and Nipponkoa,” Sompo Japan and Nipponkoa (hereinafter, “the two Property & Casualty (P&C) insurance companies”) announced plans to merge in the first half of fiscal 2014.

From April 1, 2013, ahead of this merger, the two P&C insurance companies will start integrated management (effective merger structure), with the officers and employees of both companies performing concurrent duties. In this way, the two P&C insurance companies aim to capture synergies early and improve management efficiency further. Moreover, in order to strengthen the Group management structure, corporate governance will be integrated to implement integrated Group management centered on NKSJ Holdings.

In addition, organizational and personnel changes will be carried out at the three companies on April 1, 2013, in accordance with the aforementioned plans.

1. Determination of Merger Date for the Two P&C Insurance Companies

The three companies have advanced discussions with plans for Sampo Japan and Nipponkoa to merge in the first half of fiscal 2014. After looking at system integration and other matters, the three companies decided on a merger date of September 1, 2014. The two P&C insurance companies will now step up preparations so that they are fully prepared ahead of the merger date.

There will be no change to the NKSJ Group management plan announced on November 19, 2012.

*The merger of the two P&C insurance companies is subject to approval by the relevant authorities.

2. Integrated Management Prior to the Merger of the Two P&C Insurance Companies (Effective Merger)

As announced in the press release titled “Notice Regarding Revision of NKSJ Group Management Plan” dated November 19, 2012, the two P&C insurance companies will promote greater efficiency in advance of the merger by beginning integrated management from April 2013.

(1) Purpose

The two P&C insurance companies have implemented measures to standardize and streamline operations through a joint Head Office structure, along with the co-location of sales and claim offices, since fiscal 2012. From April 2013, ahead of the September 2014 merger, the two P&C insurance companies will step up integration by launching a management structure that aims to speed up decision-making, and at the same time to quickly capture synergies the same as a merger (in terms of reducing personnel and non-personnel expenses) to ensure a smooth transition to the merged company.

(2) Main Initiatives From April 1, 2013

1) Corporate Officer Structure

◇The corporate officers of the two P&C insurance companies (officers in charge of Head Office divisions and Regional Headquarters) will hold concurrent posts, with one corporate officer responsible for the same division of the two P&C insurance companies. This management system integration should raise the speed of management decision-making.

*Subject to approval in part by some relevant authorities.

◇Officer-level meetings of the two P&C insurance companies, including the Executive Committee and other committees, will be integrated with the aims of speeding up management decision-making and improving efficiency.

2) Head Office Divisions

◇The organizations of the two P&C insurance companies will be unified, with each division being co-located.

◇The heads of departments and offices will be integrated, and all employees will work concurrently for the two P&C insurance companies in order to integrate management of Head Office operations.

◇The above moves will effectively mean that the head offices of the two P&C insurance companies will become one (joint Head Office structure), which should make for efficient business operations.

3) Sales and Claim Offices

◇The organizations of the two P&C insurance companies will be further unified at the department and branch levels and co-located (planned completion in the first half of fiscal 2013).

◇Unification of all department and branch general manager posts will continue (planned completion in October 2013).

◇All employees will work concurrently for the two P&C insurance companies and measures will be standardized, in order to build a business operation structure that both enhances the quality of services provided to customers and improves operational efficiency.

(3) Insurance Underwriting and Other Operations Under Integrated Management (Effective Merger)

As above, the two P&C insurance companies will begin integrated management, proceeding with efforts to standardize and improve the efficiency of internal operations. However, Sompo Japan and Nipponkoa will each underwrite their respective policies and handle claims when there is an accident as before. Furthermore, the two companies will conduct operations by putting in place appropriate measures, including separately managing personal information held by each company.

3. Strengthening the Group Management Structure

As per the press release titled “Notice Regarding Revision of NKSJ Group Management Plan” dated November 19, 2012, the management system will be strengthened on a Group-wide basis by unifying corporate governance and establishing strategic departments at NKSJ Holdings in order to achieve sustained growth going forward.

(1) Unification of Group Corporate Governance

The formulation of strategies for each business in the overseas insurance business and financial and other services, and Group management functions, including allocation of business resources, will be transferred from the two P&C insurance companies to NKSJ Holdings. (The overseas insurance business will be progressively transferred from April 2013, while financial and other services will be transferred from April 2013.)

Moreover, in order to strengthen the Group management structure, NKSJ Holdings will increase its level of involvement in personal assignment and training of operating companies and risk management of the two P&C insurance companies.

In accordance with the above, some executive officers of NKSJ Holdings will serve concurrently at the two P&C insurance companies, with the aim of unifying corporate governance on a Group-wide basis.

(2) Establishment of Group Strategy Departments (System for Exploring New Business Investments)

Departments will be established at NKSJ Holdings with the purview of exploring new Group businesses in Japan and M&As overseas. This is intended to strengthen strategic functions for exploring business expansion. (New

Business Development Department, which explores new businesses in Japan, was actually established in October 2012. Global Business Planning Department, which will consider overseas M&As, will be established in April 2013.)

4. Organizational and Personnel Changes

Organizational and personnel changes will take place on April 1, 2013 in accordance with 2. and 3. above. Please see the attachments for the details.

| | |
|---------------------|---|
| <u>Attachment 1</u> | Executive Officers of NKSJ Holdings |
| <u>Attachment 2</u> | Organizational and personnel changes of NKSJ Holdings |

Executive Officers of NKSJ Holdings (Scheduled as of April 1, 2013)

| Name | Position | Concurrent posts | | Responsibilities |
|--------------------|--|--|---|---|
| | | Sompo Japan | Nipponkoa | |
| Masaya Futamiya | Representative Director, Chairman and Executive Officer | | Representative Director, President and Chief Executive Officer | |
| Kengo Sakurada | Representative Director, President and Executive Officer | Representative Director, President and Chief Executive Officer | | |
| Shinji Tsuji | Director, Senior Managing Executive Officer | | | In charge of Corporate Planning Dept., New Business Development Dept., Accounting Dept., Compliance Dept. and Internal Audit Dept. (co-managed), [Chief Customer Information Officer], [Integration Management Officer] |
| Toshiyuki Takata | Director, Managing Executive Officer | | | In charge of Corporate Management Dept., Human Capital and General Affairs Dept., Corporate Legal Dept., and Internal Audit Dept. (co-managed), [Assistant to the Integration Management Officer] |
| Yuichi Yamaguchi | Director, Executive Officer | Deputy President and Senior Managing Executive Officer | Representative Director, Deputy President and Senior Managing Executive Officer | Assistant to the President |
| Keiji Nishizawa | Director, Executive Officer | Director, Senior Managing Executive Office | Senior Managing Executive Office | Assistant to the President |
| Shigeru Ehara | Executive Officer | Director, Managing Executive Officer | Managing Executive Officer | In charge of Global Business Planning Dept. |
| Hiroyuki Tokuoka | Executive Officer | Director, Managing Executive Officer | Managing Executive Officer | In charge of Business Process and System Re-engineering |
| Shoichiro Takemoto | Executive Officer | Director, Executive Officer | Executive Officer | In charge of Risk Management Dept. |

* Holding concurrent posts is subject to approval by relevant authorities.

Organizational and personnel changes of NKSJ Holdings (Scheduled as of April 1, 2013)

I. Organizational Changes

The organization of NKSJ Holdings from April 1, 2013 will be as per the table below.

| Department and Office Names | | Change | Remarks |
|------------------------------------|------------------------------------|--|--|
| April 2012 | April 2013 | | |
| Corporate Planning | Corporate Planning * | — | — |
| Corporate Management | Corporate Management | Function expansion | Transfer of corporate management and support functions of domestic operating companies from the two P&C insurance companies in order to expand business earnings. |
| IT Planning and Administration | | Integration | Integration of IT Planning and Administration functions in Corporate Management in order to improve the efficiency of NKSJ Group management. |
| — | Global Business Planning * | New establishment Group unification | Transfer of planning functions from the two P&C insurance companies to quickly execute overseas M&As. Integration of the two P&C insurance companies' corporate management functions for overseas Group companies. |
| — | New Business Development | New establishment (Oct. 2012) | Establishment of a structure to explore new business investments to ensure swift new business development. |
| Human Capital and General Affairs | Human Capital and General Affairs | Function expansion | Increased involvement in personnel placement and training of operating companies in order to develop strategic human resources for the Group. |
| Accounting | Accounting * | — | — |
| Corporate Legal | Corporate Legal * | — | — |
| Compliance | Compliance | — | — |
| Risk Management | Risk Management * | Group integration | Integration of the two P&C insurance companies' enterprise risk management functions to strengthen Group risk management systems. |
| Internal Audit | Internal Audit | — | — |
| Staff of Corporate Auditors' Board | Staff of Corporate Auditors' Board | — | — |

*General Managers hold concurrent posts at NKSJ Holdings, Sampo Japan and Nipponkoa.

II. Personnel Changes

【Scheduled as of April 1, 2013】

1. Appointment of executive officers

| (New position) | (Name) | (Current position) |
|-------------------|--------------------|--|
| Executive Officer | Shigeru Ehara | Executive Officer, General Manager, Commercial Risk Solutions Department of SOMPO JAPAN INSURANCE INC. |
| Executive Officer | Hiroyuki Tokuoka | Executive Officer, General Manager, IT Strategy Planning Department of SOMPO JAPAN INSURANCE INC. |
| Executive Officer | Shoichiro Takemoto | Director, Executive Officer, General Manager, Risk Management Department of SOMPO JAPAN INSURANCE INC. |

Note 1) Shigeru Ehara and Hiroyuki Tokuoka will be appointed to Director, Managing Executive Officer of SOMPO JAPAN INSURANCE INC. and Managing Executive Officer of NIPPONKOA Insurance Co., Ltd. as of April 1, 2013.

Shigeru Ehara and Hiroyuki Tokuoka shall be pending approval of concurrently holding two positions.

Note 2) Shoichiro Takemoto will be appointed to Director, Executive Officer of SOMPO JAPAN INSURANCE INC. and Executive Officer of NIPPONKOA Insurance Co., Ltd.

Shoichiro Takemoto shall be pending approval of concurrently holding two positions.

【Scheduled as of March 31, 2013】

1. Retirement of executive officer

| | (Name) | (Current position) |
|------------|---------------------|---|
| Retirement | Yoshikazu Nishiwaki | Executive Officer, General Manager, Corporate Management Department |

Note) Yoshikazu Nishiwaki will be appointed to Managing Executive Officer of NKSJ Himawari Life Insurance, Inc. as of April 1, 2013