

March 22, 2013

Name of Listed Company: NKSJ Holdings, Inc.
Name of Representative: Kengo Sakurada, President
(Securities Code No.: 8630, Tokyo and Osaka)

Notice Regarding Issuance of
US Dollar-Denominated Subordinated Notes due 2073 by Sompo Japan

NKSJ Holdings, Inc. announces that its wholly-owned subsidiary, Sompo Japan Insurance Inc. (President: Kengo Sakurada, hereinafter “Sompo Japan”), has decided to issue US dollar-denominated subordinated notes due 2073 with interest deferral options (the “Notes”).

The Notes are expected to be given a certain level of equity credit by rating agencies and to be treated as regulatory capital under the domestic solvency margin regulations. Sompo Japan, by the issuance of the Notes, intends to further strengthen its and NKSJ Group’s mid-term capital base, thereby enhancing the financial soundness necessary to carry out the management plan of NKSJ Group, as well as ensuring the funds for a potential refinancing of the outstanding subordinated bonds which were issued in 2009 and will become redeemable at Sompo Japan’s option in May 2014, and aims to access the global debt primary market. Details of the Notes are as follows:

- (1) Issuer: Sompo Japan Insurance Inc.
- (2) Type: US dollar-denominated subordinated notes due 2073 with interest deferral options
- (3) Aggregate principal amount: USD 1.4 billion
- (4) Offering price: 100% of principal amount
- (5) Interest rate: A fixed rate of 5.325% per annum before March 28, 2023 and a floating rate with step-up thereafter
- (6) Maturity date: March 28, 2073
The Notes are callable on each interest payment date on and after March 28, 2023 at the discretion of Sompo Japan, subject to prior approval by the regulatory authority, etc.
- (7) Subordination: In the event of liquidation, etc., the Notes will be subordinated to all senior indebtedness of Sompo Japan and shall rank substantially *pari passu* with the most senior preferred stock of Sompo Japan (if any) and the outstanding subordinated bonds Sompo Japan issued in 2009.
- (8) Offering: The Notes will be offered in overseas securities markets, including Europe, Asia and the United States. The Notes will not be offered or sold within the United States, except to the qualified institutional buyers in reliance on the exemption from registration provided by Rule 144A under the United States Securities Act of 1933 as amended (the “Securities Act”). No offering will be made in Japan.
- (9) Listed securities exchange: The Notes will be listed on the Singapore Exchange.
- (10) Payment date: March 28, 2013

This press release has been prepared for the sole purpose of publicly announcing Sompo Japan’s issuance of the Notes, and not for the purpose of soliciting investment or engaging in any other similar activities within or outside Japan. This press release is not an offer of securities for sale in the United States. The Notes have not been, and will not be, registered under the Securities Act. The Notes may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. No securities issued by Sompo Japan will be publicly offered or sold in the United States in connection with Sompo Japan’s issuance of the Notes.