

Company Name : Sompo Holdings, Inc.  
Representative : Mikio Okumura, Group CEO  
Director  
President and Representative  
Executive Officer  
(Stock code: 8630, TSE Prime Market)

**Notice Regarding the Introduction of a Stock Compensation Plan for Group Employees and the Acquisition of Own Shares for the Stock Benefit Trust (J-ESOP)**

Sompo Holdings, Inc. (the Company) will introduce a stock compensation plan (hereinafter referred to as the “Plan”, and the trust established pursuant to the trust agreement to be entered into with Mizuho Trust & Banking Co., Ltd. in connection with the Plan is referred to as the “Trust.”) utilizing a stock benefit trust (J-ESOP) for employees of the Company and its domestic group companies. Accordingly, the Board of Directors today resolved to acquire the Company’s shares for the Trust, and we hereby announce this resolution along with an overview of the Plan as follows.

**1. Background and Purpose of the Plan**

To realize SOMPO's Purpose, "For a future of health, wellbeing and financial protection" the SOMPO Group is committed to transformation while cherishing "SOMPO's Values" (Integrity, Self-motivation, Diversity). To achieve SOMPO's Purpose, it is crucial for each employee, regardless of their company or position, to recognize themselves as a member of the SOMPO Group and to be committed to driving management strategies in unity with the management team. Based on this idea, we aim to enhance employees' awareness of corporate value, foster a sense of unity across the SOMPO Group, and contribute to employees' financial well-being through the introduction of the Plan.

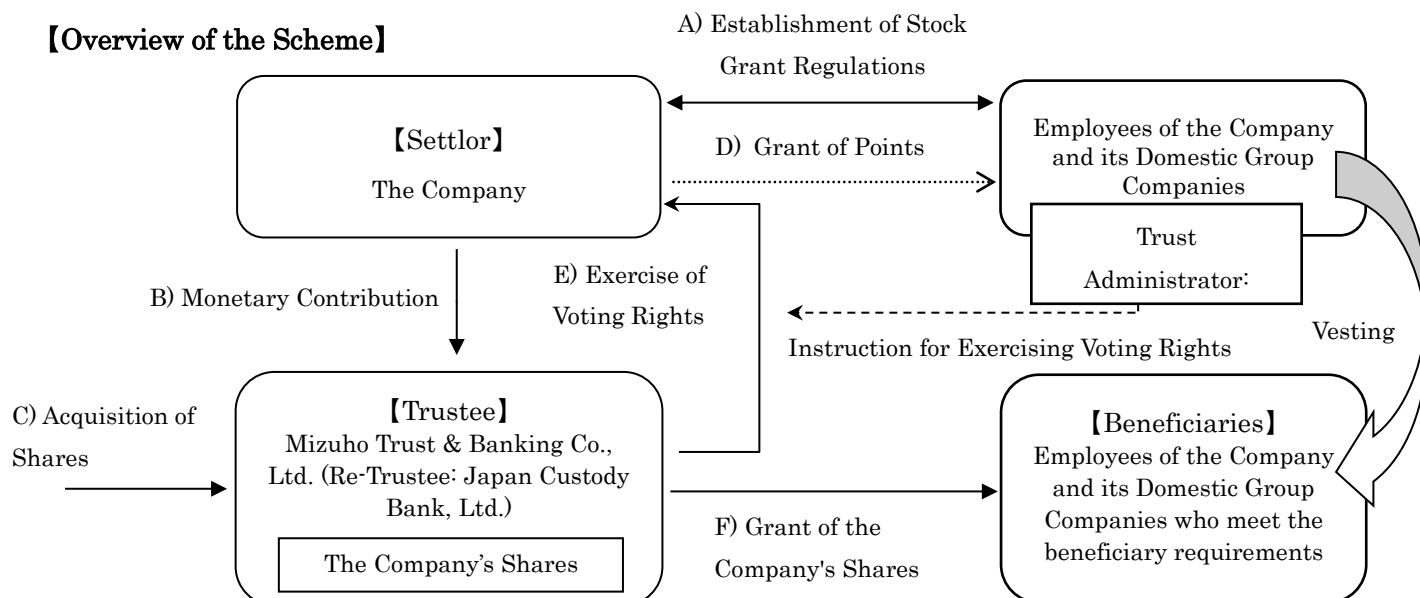
**2. Overview of the Plan**

The Plan is a trust-type scheme modeled after the U.S. ESOP (Employee Stock Ownership Plan) system, and is designed to grant the Company's shares to employees of the Company and its 30 or more domestic group companies (up to approximately 48,000 employees) who meet certain requirements, based on the Stock Grant Regulations established in advance by the Company and its domestic group companies.

The Company and its domestic group companies will grant a uniform 20 points\* annually to eligible employees and will grant shares of the Company (20 shares\*) equivalent to the granted points upon the acquisition of the right to receive benefits by meeting certain continuous service requirements. Shares to be granted to eligible employees will be acquired, including future portions, using funds set aside in the trust in advance, and will be managed separately as trust assets.

\*These numbers are as of the time the Plan is introduced.

## 【Overview of the Scheme】



- A) The Company and its domestic group companies will establish Stock Grant Regulations upon the introduction of the Plan.
- B) The Company will entrust money to the Trust (beneficiary trust) to acquire in advance the shares to be granted to employees in the future, based on the Stock Grant Regulations.
- C) The Trust will acquire the Company's shares using the money entrusted in B) as the source, either through the stock exchange market or by underwriting the Company's shares disposed of by the Company.
- D) The Company and its domestic group companies will grant points to employees based on the Stock Grant Regulations.
- E) The Trust will exercise voting rights based on the instructions of the Trust Administrator.
- F) The Trust will grant the Company's shares, corresponding to the number of points granted to the beneficiaries, to employees of the Company and its domestic group companies who meet the beneficiary requirements stipulated in the Stock Grant Regulations (hereinafter referred to as "Beneficiaries").

### 3. Overview of the Trust

(1) Name	Stock Grant Trust (J-ESOP)
(2) Settlor	The Company
(3) Trustee	Mizuho Trust & Banking Co., Ltd. (Re-Trustee: Custody Bank of Japan, Ltd.)
(4) Beneficiaries	Employees of the Company and its domestic group companies who meet the beneficiary requirements stipulated in each company's Stock Grant Regulations
(5) Trust Administrator	Selected from among the Company's employees
(6) Type of Trust	Money trust other than a monetary trust (beneficiary trust)
(7) Purpose of Trust	To grant the Company's shares, which are trust assets, to beneficiaries based on the Stock Grant Regulations
(8) Date of Trust Agreement	June 1, 2026

(9) Date of Entrustment of Money	June 1, 2026
(10) Trust Period	From June 1, 2026, until the trust is terminated (No specific termination date is set; the trust will continue as long as the Plan continues.)

#### 4. Details of the Company's Share Acquisition by the Trust

- (1) Type of shares to be acquired: Common shares of the Company
- (2) Amount of money entrusted as funds for share acquisition: JPY 19,872 million
- (3) Method of share acquisition: Acquired from the stock exchange market
- (4) Period of share acquisition: From June 1, 2026 to August 31, 2026 (planned)

#### Translation Disclaimer:

This English translation of the original Japanese document is provided for informational purposes only. In the event of any discrepancy between this translated document and the original Japanese document, the original Japanese document shall prevail.