Corporate Name: NKSJ Holdings, Inc.

Name of the representative: Kengo Sakurada, President

(securities code: 8630 TSE, OSE)

# Announcement of acquiring additional shares of Marítima Seguros, Insurance Company in Brazil

Sompo Japan Insurance Inc. (hereinafter "Sompo Japan"), our subsidiary, has decided to have Marítima Seguros S.A. (hereinafter "Marítima") as its subsidiary by acquiring additional shares of Marítima through Sompo Japan's subsidiary Yasuda Seguros S.A. (hereinafter "Yasuda Seguros").

#### 1. Overview of the share acquisition

Sompo Japan has been expanding its insurance business in Brazil through its ownership of Yasuda Seguros and Marítima (50% of voting common shares and 70.3% of preferred shares prior to this acquisition).

Sompo Japan has decided to acquire an additional 37% of common shares and 21.8% of preferred shares of Marítima through Yasuda Seguros, and Yasuda Seguros also has reached an agreement with principal shareholders of Marítima to acquire additional shares of Marítima. Total acquisition price for all additional shares will be 200 million reals (approximately 8,500 million yen).

This acquisition will increase Yasuda Seguros's shareholding ratio of Marítima to 87% of common shares and 92.1% of preferred shares.

This acquisition is expected to be completed by the end of May 2013 subject to approval of regulatory authorities.

#### 2. Background of the share acquisition

The insurance market in Brazil has been expanding an average 11.6% per year since 2001. The market expansion has been supported by continuing economic growth in Brazil, and we expect economic growth in Brazil to continue in the foreseeable future.

NKSJ Group has been operating its insurance business in Brazil for more than 50 years through Yasuda Seguros (founded in 1958), and we have been working on increasing the volume of gross premium, expanding our knowledge base, and improving our business since we placed Brazil into our important region for global business development after we acquired shares of Marítima in 2009.

This additional acquisition is a result of discussions with principal shareholders of Marítima about further business developments and expansion of our group's influence over management decisions for enhancing Marítima's value in the mid/long term by incorporating more flexibility and efficiency in its decision-making.

NKSJ Group aims at the expansion of our insurance business in Brazil through brand strength and the strength of the sales forces of both Marítima and Yasuda Seguros.

### 3. Overview of Marítima and Yasuda Seguros

#### < 1 > Marítima

(1) Corporate Name: Marítima Seguros S.A.

(2) Representative: Francisco Caiuby Vidigal, CEO

(3) Head office: São Paulo, São Paulo state, Brazil

(4) Foundation: 1943

(5) Business industry: Insurance(6) Employees: 1,599 (Jun. 2012)

(7) Capital: 385 million reals (approximately 16,300 million yen)

(8) Main shareholders (prior to the completion of the acquisitions): Yasuda Seguros S.A. (common shares 50% preferred shares 70.3%)

Vidigal Prado Participações S.A. (common shares 18.7% preferred shares 17.3%) etc.

- (9) NKSJ Holdings Inc.'s relationship with Marítima
  - financial relationship (prior to the completion of the acquisitions): Yasuda Seguros, Sompo Japan's subsidiary, owns 50% of voting common shares and 70.3% of preferred shares.
  - personal relationship: totally 5 of Sompo Japan's executive officers and employees are also board-members, officers, and employees of Marítima.
  - business relationship: no current relationship that is sufficiently significant to describe

#### (10) Financial summary

unit: 1 million reals (100 million Yen)

	2009	2010	2011
Gross Premium	1,064 (451)	1,268 (537)	1,476 (625)
Income after tax	3 (1)	18 (8)	23 (10)
Total assets	1,214 (514)	1,370 (580)	1,610 (682)
Total liabilities	864 (366)	1,002 (425)	1,216 (515)
Total capital	350 (148)	368 (156)	394 (167)

<sup>\*</sup>These are consolidated figures includes our subsidiary, Marítima Saude Seguros S.A.

#### < 2 > Yasuda Seguros

(2) Representative: Hidenori Endo, CEO

( 3 )  $\,$  Head Office : São Paulo, São Paulo state, Brazil

(4) Foundation: 1958- (start of business: 1959-)

(5) Business industry: Insurance

(6) Employees: 394 (Jun. 2012)

(7) Capital: 443 million reals (approximately 18,800 million yen)

(8) Main shareholders: Sompo Japan Insurance Inc. (99.9%)

\*All shares of Yasuda Seguros are common shares; no preferred shares are issued.

### (9) Financial summary

unit: 1 million reals (100 million Yen)

	2009	2010	2011
Gross Premium	249 (106)	309 (131)	365 (155)
Income after tax	10 (4)	10 (4)	27 (11)
Total assets	828 (351)	852 (361)	974 (413)
Total liabilities	297 (126)	315 (133)	412 (175)
Total capital	531 (225)	536 (227)	561 (238)

<sup>\*</sup> Income after tax of Yasuda Seguros includes net income of affiliate company, Marítima, based on equity method.

# 4. The seller of the shares

#### < 1 > Vidigal Prado Participações S.A.

Yasuda Seguros will acquire 18.7% of common shares and 17.3% of preferred shares from Vidigal Prado Participações S.A. which has no personal, financial, or other business relationship with NKSJ Holdings, Inc. that is sufficiently significant to describe.

- (1) Corporate Name: Vidigal Prado Participações S.A.
- (2) Head Office: San Paulo City San Paulo state, Brazil
- (3) Business industry: Investment holdings corporation

# < 2 > Others, Vidigal Family (individual shareholder)

Yasuda Seguros will acquire 18.4% of common shares and 4.5% of preferred shares from Vidigal Family who has no personal, financial, or business relationship with NKSJ Holdings, Inc. that is sufficiently significant to describe.

<sup>\*</sup>This acquisition assumes approval of regulatory authorities both in Japan and Brazil.

<sup>\*</sup>Currency Exchange Rate is based on the rate of 1 Brazilian real = 42.37 Japanese Yen (Dec. 2012)