

[Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.]

### **Public Notice on the Share Exchange**

We hereby give a public notice that at our company's Extraordinary Shareholders' Meeting held on December 22, 2009 Japan time, we resolved to implement a statutory share transfer (*kabushiki-iten*) (the "Share Exchange") whereby we and NIPPONKOA Insurance Company, Limited (address: 7-3, Kasumigaseki 3-chome, Chiyoda-ku, Tokyo) will jointly establish NKSJ Holdings, Inc. (address: 26-1, Nishi-Shinjuku 1-chome, Shinjuku-ku, Tokyo) which will become a wholly-owning parent company, with April 1, 2010 being the date of the establishment.

1. For those shareholders who intend to demand that the company purchase your shares pursuant to the provision set forth in Paragraph 1 of Article 806 of the Corporation Law, please notify us in writing of the intention and the number of relevant shares to be appraised within 20 days from and including today Japan time.

In addition, since an individual shareholder's notice is required to be made prior to making the appraisal demand, please first request your custodians at which your shares are deposited to relay your individual shareholder's notice to us and, upon completion, execute the notification above.

2. For those holders of either of our First Issue Share Options, Second Issue Share Options and Fourth through Eleventh Issue Share Options, if you intend to demand that the company purchase those share options pursuant to the provision of Paragraph 1 of Article 808 of the Corporation Law, please notify us in writing of the intention as well the terms and the number of relevant share options to be appraised within 20 days from and including today Japan time.

END.

December 23, 2009 Japan time

SOMPO JAPAN INSURANCE INC.  
26-1, Nishi-Shinjuku 1-chome, Shinjuku-ku, Tokyo  
President and Chief Executive Officer: Masatoshi Sato